



JENNIFER M. GRANHOLM
GOVERNOR

STATE OF MICHIGAN
OFFICE OF THE GOVERNOR
LANSING

JOHN D. CHERRY, JR.
LT. GOVERNOR

April 22, 2009

Mr. Jamie Dimon
Chairman & CEO
JP Morgan Chase & Company
1 Chase Manhattan Plaza
New York, NY 10005

Dear Mr. Dimon:

As Governor of the state of Michigan – and on behalf of the millions of families across this country who rely upon the American automotive industry for their very livelihoods – I write today to express my deep disappointment in the counter-offer your bank, along with Chrysler's other secured lenders, offered the U.S. Treasury yesterday.

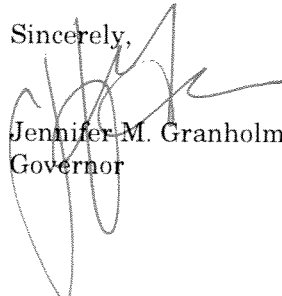
The goal of these negotiations, as I understand them, is to avoid the devastating effects that a bankruptcy would have on these companies, the domestic automobile industry, the American manufacturing industry and on millions of jobs from coast to coast. In light of those potential impacts, your counteroffer – and your unwillingness to take a fair, comparable reduction in your investment – is unacceptable. Employees have taken cuts, the industry has taken cuts; with just over a week to go before the government's restructuring deadline, I urge you, too, to do your part to avoid the devastation that a bankruptcy or liquidation will bring. Your action is inconsistent with what should be our common objective in helping advance America's economic recovery.

Because JP Morgan Chase and the other lead banks have collectively taken more than \$90 billion from the Troubled Asset Relief Program (TARP), I strongly believe that you have an obligation to do absolutely everything you can to participate in this newly-structured company at the level requested by the President's Auto Task Force. An even stronger argument is that your banks now appear, based on first quarter profit reports, to be in a much better financial position to absorb the extinguishment of debt as proposed.

I call on you as a leader of your bank, a leader of your industry, and an American concerned about the future of our country to demonstrate that leadership by returning to the bargaining table with a new counter-offer that can provide a path to a successful conclusion of this deal.

As you know, time is of the essence. I would like the opportunity to discuss this further and will be calling your office to arrange a conversation in the next 24 hours.

Sincerely,


Jennifer M. Granholm
Governor

JMG/pd
c: President Obama
Members of the President's Auto Task Force